

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re	x
:	:
PHOENIX SERVICES TOPCO LLC, et al.,	Chapter 11
:	:
Debtors.¹	Case No. 22-10906 (MFW)
:	:
	(Jointly Administered)
:	:
	Obj. Deadline: May 4, 2023 at 4:00 p.m. (ET)
	x

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Weil, Gotshal & Manges LLP (the “**Applicant**”) has today filed the attached *Fourth Monthly Fee Statement of Weil, Gotshal & Manges LLP for Payment of Compensation and Reimbursement of Expenses for Period January 1, 2023 through January 31, 2023* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and (II) Granting Related Relief* [Docket No. 192] (the “**Interim Compensation Order**”) and must be filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 no later than **May 4, 2023 at 4:00 p.m. (prevailing Eastern Time)** (the “**Objection Deadline**”) and served upon and received by: (i) the Debtors, c/o Metal Services LLC, 100 Matsonford Road, 4 Radnor Corporate

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Phoenix Services Topco, LLC (4517); Phoenix Services Parent, LLC (8023); Phoenix Services Holdings Corp. (1330); Phoenix Services International LLC (4693); Metal Services LLC (8793); Terracentric Materials LLC (0673); Cool Springs LLC (8687); Metal Services Investment LLC (2924); and Phoenix Receivables, LLC (not applicable). The Debtors’ mailing address is 4 Radnor Corporate Center, Suite 520, 100 Matsonford Road, Radnor, PA 19087.

Center, Suite 520, Radnor, PA 19087 (Attn: Clint McGinty) (clint.mcginty@phoenix-services.com); (ii) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Ray C. Schrock, Esq., Jeffrey D. Saferstein, Esq., and Garrett A. Fail, Esq.) (ray.schrock@weil.com, jeffrey.saferstein@weil.com, and garrett.fail@weil.com) and Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, DE 19801 (Attn: Daniel J. DeFranceschi, Esq. and Zachary I. Shapiro, Esq.) (defranceschi@rlf.com and shapiro@rlf.com); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Linda Casey, Esq.) (linda.casey@usdoj.gov); (iv) counsel for the official committee of unsecured creditors, Squire Patton Boggs (US) LLP, 1211 Avenue of the Americas, 26th Floor, New York, NY 10036 (Attn: Stephen D. Lerner, Esq., Norman N. Kinel, Esq., and Travis A. McRoberts, Esq.) (stephen.lerner@squirepb.com, norman.kinel@squirepb.com, and travis.mcroberts@squirepb.com); (v) counsel to the Ad Hoc Group, Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, New York 10166 (Attn: Scott Greenberg, Esq., Steven A. Domanowski, Esq., Matthew Williams, Esq., and Jason Goldstein, Esq.) (sgreenberg@gibsondunn.com, sdomanowski@gibsondunn.com, mjwilliams@gibsondunn.com, and jgoldstein@gibsondunn.com) and Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, P.O. Box 8705, Wilmington, DE 19899 (Attn: Laura Davis Jones, Esq.) (ljones@pszjlaw.com); (vi) counsel to Apollo Global Management, Inc., Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036 (Attn: Ira Dizengoff, Esq. and James Savin, Esq.) (idizengoff@akingump.com and jsavin@akingump.com); and (vii) counsel to the First Lien Agent, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017 (Attn: Brian Resnick, Esq. and Jonah A. Peppiatt, Esq.) (brian.resnick@davispolk.com)

and jonah.peppiatt@davispolk.com).

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are filed prior to the Objection Deadline, the Applicant may file a certificate of no objection with the Court, after which the Debtors shall be authorized by the Interim Compensation Order to pay the Applicant an amount equal to 80% of the fees and 100% of the expenses requested in the Application without the need for further order of the Court.

PLEASE TAKE FURTHER NOTICE that, if an objection to the Application is filed prior to the Objection Deadline, the Debtors shall be authorized by the Interim Compensation Order to pay the Applicant 80% of the fees and 100% of the expenses requested in the Application not subject to such objection without the need for further order of the Court.

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Dated: April 13, 2023
Wilmington, Delaware

/s/ Matthew P. Milana
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*Attorneys for Debtors
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